

# United States Bankruptcy Court

## For the Northern District of Illinois

In re Caesars Entertainment Operating Company, Case No. 15-01145

### PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a).

Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(1), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Pandora Select Partners, LP  
Name of Transferee

Cowen Special Investments LLC  
Name of Transferor

Name and Address where notices to transferee  
should be sent:

Court Claim# (if known): 5953

3033 Excelsior Blvd.  
Ste 300  
Minneapolis, MN 55416

Claim Amount: \$53,065,001.67  
Claim Amount Transferred: \$8,000,000.00  
Amends Claim #: 5943  
Date Claim Filed: December 27, 2016 amended on February 10, 2017

Phone: 612-253-6061  
Last Four Digits of Acct#: \_\_\_\_\_

Phone:  
Last Four Digits of Acct#: \_\_\_\_\_

Name and Address where Transferee payments  
should be sent (if different from above);  
SAME AS ABOVE

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: \_\_\_\_\_ Date: 03/09/17

Transferee/Transferee's Agent

#### ~~DEADLINE TO OBJECT TO TRANSFER~~

The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty (20) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: \_\_\_\_\_  
**CLERK OF THE COURT**

**Evidence of Partial Transfer of Claim**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, and subject to the terms and conditions of that Assignment of Claim Agreement dated March 8, 2017, by and among Cowen Special Investments LLC ("Assignor") and Pandora Select Partners, LP ("Assignee"), Assignor hereby unconditionally and irrevocably sells, transfers and assigns to Assignee \$8,000,000.00 of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, Claim 5943 and Claim 5953, which amended Claim 5943 (collectively, the "Claim") filed against Caesars Entertainment Operating Company Inc. (the "Debtor"), the debtor in Case No. 15-01145 pending in the United States Bankruptcy Court for the Northern District of Illinois (the "Bankruptcy Court").

Assignor hereby waives any objection to the transfer of the Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Claim, recognizing Assignee as the sole owner and holder of the Claim, and directing that all payments or distributions of money or property in respect of the Claim be delivered or made to the Assignee.

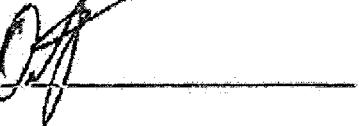
IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed this 8th day of March 2017.

**PANDORA SELECT PARTNERS, LP**

By: 

Name: **Mark Streling**  
General Counsel & Chief Operating Officer  
Title: **Whitebox Advisors LLC**

**COWEN SPECIAL INVESTMENTS LLC**

By: 

Name: **Jwen Littman**  
Authorized Signatory  
Title:

By: 

Name: **Bryan Seyfried**  
Authorized Signatory  
Title: